

UNITED STATES DISTRICT COURT
DISTRICT OF NEW JERSEY

TIAA-CREF INVESTMENT MANAGEMENT, LLC, <i>et al.</i> ,)	
)	Civil Action No. 2:18-cv-08175-MCA-LDW
)	
Plaintiffs,)	ECF Case
)	Document Electronically Filed
)	
v.)	
)	
PERRIGO COMPANY PLC, <i>et al.</i> ,)	
)	
Defendants.)	

STIPULATION AND [PROPOSED] ORDER

Plaintiffs TIAA-CREF Investment Management, LLC, Teachers Advisors, LLC, College Retirement Equities Fund - CREF Equity Index Account, College Retirement Equities Fund - CREF Global Equities Account, College Retirement Equities Fund - CREF Growth Account, College Retirement Equities Fund - CREF Stock Account, TIAA-CREF Funds - TIAA-CREF Enhanced Large-Cap Value Index Fund, TIAA-CREF Funds - TIAA-CREF Enhanced Large-Cap Growth Index, TIAA-CREF Funds - TIAA-CREF Equity Index Fund, TIAA-CREF Funds - TIAA-CREF Large-Cap Growth Index Fund, TIAA-CREF Funds - TIAA-CREF Large-Cap Value Index Fund, TIAA-CREF Funds - TIAA-CREF Mid-Cap Value Fund, TIAA-CREF Funds - TIAA-CREF S&P 500 Index Fund, TIAA-CREF Life Funds - TIAA-CREF Life Stock Index Fund, TIAA-CREF Life Funds - TIAA-CREF Life Growth Equity Fund, Teachers Insurance and Annuity Association of America - Active Extension Fund III, LLC, and TIAA-CREF Separate Account Variable Annuity-1 - TIAA Stock Index Account (collectively, "Plaintiffs") and Defendants Perrigo Company plc ("Perrigo"), Joseph C. Papa, Laurie Brlas, Judy L. Brown, Gary M. Cohen, Jacquelyn A. Fouse, Ellen R. Hoffing, Michael Jandernoa, Gerald K. Kunkle, Jr., Herman Morris, Jr., Donal O'Connor, David T. Gibbons, and Ran Gottfried (collectively,

“Defendants”), through their undersigned counsel, hereby agree and stipulate to the following matters:

WHEREAS, on April 20, 2018, Plaintiffs commenced the above-captioned individual action (the “Action”);

WHEREAS, the complaint in the Action involves claims, allegations, and parties that significantly overlap with the claims, allegations, and parties described in the June 21, 2017 Amended Complaint for Violation of the Federal Securities Laws (the “Amended Complaint”) in *Roofers’ Pension Fund, et al. v. Perrigo Company plc, et al.*, No. 2:16-cv-02805-MCA-LDW (the “Class Action”);

WHEREAS, on August 21, 2017, defendant Perrigo and all of the individual defendants in the Class Action except Marc Coucke moved to dismiss the Amended Complaint in the Class Action (the “Motion to Dismiss”);

WHEREAS, lead plaintiff in the Class Action filed its opposition to the Motion to Dismiss, all defendants have filed their replies in further support of the Motion to Dismiss, and briefing was completed in connection with the Motion to Dismiss on November 6, 2017;

NOW, THEREFORE, IT IS HEREBY STIPULATED AND AGREED by the parties hereto, through their undersigned counsel, as follows:

1. By entering into this stipulation, Defendants accept service of the summons and complaint in the Action and expressly preserve all rights, claims and defenses, including, but not limited to, all defenses relating to jurisdiction, other than a defense as to the timeliness and sufficiency of service of the summons and complaint and the form of the summons.

2. With the Court’s permission, motions to dismiss the Action are not to be filed

until after the disposition of the Motion to Dismiss the Class Action. For the avoidance of doubt, the parties stipulate and agree that Defendants are under no current obligation to answer or otherwise respond to the complaint in the Action.

3. The parties stipulate and agree that no more than thirty (30) days after the Motion to Dismiss the Class Action is resolved, counsel for Plaintiffs and Defendants shall confer and submit a proposed schedule for the filing of answers or other responses to the complaint in the Action.

4. If Defendants' Motion to Dismiss the Class Action is denied, either in whole or in any part, and discovery proceeds in the Class Action, discovery shall also commence in the Action and there shall be no stay of discovery in the Action regardless of whether any of the Defendants file a motion to dismiss the Action, provided that Plaintiffs shall not utilize any documents or testimony from such discovery in opposing any Defendant's motion to dismiss the Action.

Dated: April 30, 2018

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SO ORDERED THIS 7 DAY OF July, 2018


Hon. Madeline Cox Arleo
United States District Judge